

EXHIBIT O

**(Ex. 28 to the Hughes Declaration,
originally filed as ECF 13010-9)**

EXHIBIT 28



ESTADO LIBRE ASOCIADO DE
PUERTO RICO
DDEC - Compañía de Turismo de Puerto Rico

2 de noviembre de 2015

Jesús M. García, Vicepresidente y Director
Dept. de Financ. de Obligaciones de Rentas
Banco Gubernamental de Fomento para PR
P.O. Box 42001
San Juan, PR 00940-2001

Vía E-mail: jesus.m.garcia@bgfpr.com

**SERVICIO DE DEUDA
AUTORIDAD DEL DISTRITO DE CENTRO DE CONVENCIONES**

Estimado señor García:

Autorizamos debitar de la cuenta "Room Tax-Concentration Surplus" número Redacted 975-8, la cantidad de **\$3,033,405.69** a los fines de remitir el pago correspondiente al mes de **NOVIEMBRE de 2015**. Esto con el propósito de cubrir el servicio de deuda de la emisión de bonos de la Autoridad del Distrito del Centro de Convenciones, relacionado al año fiscal 2015-2016.

Agradeceré nos confirmen, vía-email (sonia.rivera@tourism.pr.gov), una vez completada la transacción. De tener alguna pregunta adicional, favor de comunicarse con el que suscribe a la extensión 3043.

Cordialmente,

Redacted

Samuel Sierra Rivera, CPA
Principal Oficial Financiero

c ingrid.rivera@tourism.pr.gov
arnaldo.maestre@bgfpr.com
miriam.t.pascual@bgfpr.com
maria.inocencio@bgfpr.com
brenda.gonzalez@bgfpr.com

/s/

PO Box 9023960, San Juan, P.R. 00902-3960
Tel: 787.721.2400





ESTADO LIBRE ASOCIADO DE
PUERTO RICO

Banco Gubernamental de Fomento
para Puerto Rico

FINANCE OFFICE
PUERTO RICO TOURISM CO.

2015 OCT 30 PM 2:37

Redacted

2 de noviembre de 2015

CPA Samuel Sierra
Director de Finanzas
Compañía de Turismo
Pasco la Princesa 32
San Juan, Puerto Rico 00902

Estimado CPA Sierra:

De conformidad con la Certificación del Banco Gubernamental de Fomento para Puerto Rico (BGF) del 11 de mayo de 2015, la cantidad necesaria para cubrir el servicio de los bonos Serie A por \$468.8 millones del Centro de Convenciones correspondiente al año fiscal 2015-2016 asciende a \$30,334,056.89. De esta cantidad, el pago correspondiente al mes de noviembre de 2015 asciende a \$3,033,405.69.

Solicitamos remita el pago por \$3,033,405.69 dentro de los próximos diez (10) días laborables de manera que podamos transferir esos dineros al Fideicomisario, según las leyes y los acuerdos que rigen la transacción. Ese dinero será depositado en la cuenta denominada "Hotel Occupancy Tax Pledge Account" que tiene el Banco para registrar las transacciones de recibo y transferencia de dichos fondos.

Por favor, envíe el pago mediante cheque o autorización de débito a su cuenta en el BGF con atención a los señores Hector Betancourt Nieves (Hector.BetancourtNieves@bgfpr.com), Arnaldo Maestre Pujals (arnaldo.maestre@bgfpr.com) y a las señoras Maria Inocencio (Maria.Inocencio@bgfpr.com) y Dafne Santiago Vega (dafne.santiago@bgfpr.com), en el piso 2 del Banco.

De tener alguna interrogante, puede comunicarse con el que suscribe al 787-722-2525, extensiones 15296, 15250, 15253, 15295 y 15294, respectivamente.

Atentamente

Redacted

Jesús M. García

Vicepresidente y Director
Financiamiento de Obligaciones de Rentas

c: Arnaldo Maestre
Hector Betancourt
Maria Inocencio

Anejos

PO Box 42001
San Juan, PR 00940-2001
Telephone (787) 722-2525

BGF
BANCO
GUBERNAMENTAL
DE FOMENTO PARA
PUERTO RICO



COMMONWEALTH OF
PUERTO RICO

Government Development Bank
for Puerto Rico

May 11, 2015

Mrs. Ingrid Rivera Rocafort
Executive Director
Tourism Company
La Princesa Bldg. #2
Paseo La Princesa
Old San Juan, P.R. 00902

Dear Mrs. Rivera Rocafort:

Enclosed is the Government Development Bank for Puerto Rico (GDB) Certificate as required under the Trust Agreement dated March 24, 2006, and under Section 31A of the Occupancy Tax Act ("Tax Act"). The certificate states the amounts required to fulfill the Puerto Rico Convention Center District Authority debt service payments for the Hotel Occupancy Tax Revenue Bonds Series A, for the upcoming fiscal year and the first day of the second succeeding fiscal year.

As stated in the enclosed Certificate, and as required under the Tax Act, the Tourism Company shall transfer to GDB, on a monthly basis, an amount equal to one tenth (1/10) of the total amount necessary for payment to be deposited in a Hotel Occupancy Tax Pledge Account (account # ~~Redacted~~ 994-7), which amounts to \$3,033,405.69 for each of the first ten months of fiscal year 2015-2016.

The GDB Certificate is enclosed as required. These numbers were verified and confirmed by Bank of New York Mellon, Trustee.

Cordially,

Redacted

Jesús M. García Rivera
Vice President and Director
Revenue Obligations Financing Department

c Mrs. Melba Acosta, Esq., CPA
Mr. Samuel Sierra Rivera, CPA
Mr. Jorge Clivillés, CPA
Mr. Arnaldo Maestre
Mrs. Miriam Pascual
Mrs. Brenda González

Enclosure

PO Box 42001
San Juan, PR 00940-2001
Telephone (787) 722-2525



GOVERNMENT
DEVELOPMENT
BANK FOR
PUERTO RICO

Government Development Bank for Puerto Rico
PRCCDA Hotel Occupancy Tax Revenue Bonds Series A
Amount necessary to make the required debt service payments
For fiscal year 2016 and the first day of the succeeding fiscal year
Prepared on May 11, 2015

1. Principal and Interest of the Bonds:			
a. Payment of Principal and/or Interest:			
i. July 1, 2015	\$20,564,406.25		
ii. January 1, 2016	9,504,656.25		
iii. July 1, 2016	20,829,656.25	\$50,898,718.75	
b. Less amount on deposit in:			
i. Bond Payment Fund	\$20,564,661.86		
ii. Capitalized Interest Account		20,564,661.86	\$30,334,056.89
2. Authority's Obligations:			
a. Credit Facilities		\$0.00	
b. Interest Rate Exchange Agreements		0.00	0.00
3. Replenish Debt Service Fund			0.00
4. Expenses related to :			
a. The Issuance of the Bonds		\$0.00	
b. Credit Facilities		0.00	
c. Interest Rate Exchange Agreements		0.00	0.00
Total Amount Necessary			\$30,334,056.89
Amount to be received during each of the first 10 months of fiscal year			\$3,033,406.69

Prepared by: **Redacted**
Miriam Pascual

Revised by: **Redacted**
Arnaldo Macaire

Authorized by: **Redacted**
Jesús García

Date May 11, 2015



COMMONWEALTH OF
PUERTO RICO

Government Development Bank
for Puerto Rico

May 11, 2015

Eng. Víctor A. Suárez Meléndez
Executive Director
Convention Center District Authority
Apartado 19269
San Juan, PR 00907

Dear Eng. Suárez Meléndez:

Enclosed is the Government Development Bank for Puerto Rico (GDB) Certificate as required under the Trust Agreement dated March 24, 2006, and under Section 31A of the Occupancy Tax Act ("Tax Act"). The certificate states the amounts required to fulfill the Puerto Rico Convention Center District Authority debt service payments for the Hotel Occupancy Tax Revenue Bonds Series A, for the upcoming fiscal year and the first day of the second succeeding fiscal year.

As stated in the enclosed Certificate, and as required under the Tax Act, the Tourism Company shall transfer to GDB, on a monthly basis, an amount equal to one tenth (1/10) of the total amount necessary for payment to be deposited in a Hotel Occupancy Tax Pledge Account (account # [Redacted] 994-7), which amounts to \$3,033,405.69 for each of the first ten months of fiscal year 2015-2016.

The GDB Certificate is enclosed as required. These numbers were verified and confirmed by Bank of New York Mellon, Trustee.

Cordially,

[Redacted]

Jesús M. García Rivera
Vice President and Director
Revenue Obligations Financing Department

c Mrs. Melba Acosta, Esq., CPA
Mr. Santiago Rivera
Mr. Jorge Clivillés, CPA
Mr. Arnaldo Maestre
Mrs. Miriam Pascual
Mrs. Brenda González

Enclosure

PO Box 42001
San Juan, PR 00940-2001
Telephone (787) 722-2525



GOVERNMENT
DEVELOPMENT
BANK FOR
PUERTO RICO

Government Development Bank for Puerto Rico
PRCCDA Hotel Occupancy Tax Revenue Bonds Series A
Amount necessary to make the required debt service payments
For fiscal year 2016 and the first day of the succeeding fiscal year
Prepared on May 11, 2015

1. Principal and Interest of the Bonds:			
a. Payment of Principal and/or Interest:			
i. July 1, 2015	\$20,564,406.25		
ii. January 1, 2016	9,504,656.25		
iii. July 1, 2016	20,829,656.25	\$50,898,718.75	
b. Less amount on deposit in:			
i. Bond Payment Fund	\$20,564,661.86		
ii. Capitalized Interest Account		20,564,661.86	\$30,334,056.89
2. Authority's Obligations:			
a. Credit Facilities		\$0.00	
b. Interest Rate Exchange Agreements		0.00	0.00
3. Replenish Debt Service Fund			0.00
4. Expenses related to :			
a. The Issuance of the Bonds		\$0.00	
b. Credit Facilities		0.00	
c. Interest Rate Exchange Agreements		0.00	0.00
Total Amount Necessary			\$30,334,056.89
Amount to be received during each of the first 10 months of fiscal year			\$3,033,405.89

Prepared by: **Redacted**
 Miriam Rascual
 Revised by: **Redacted**
 Arnaldo Maestre
 Authorized by: **Redacted**
 Jesús García
 Date May 11, 2015



COMMONWEALTH OF
PUERTO RICO

Government Development Bank
for Puerto Rico

May 11, 2015

Diana F. Torres, AT
The Bank of New York
101 Barclay Street - 7W
New York, NY 10286

Dear Ms. Torres:

Enclosed is the Government Development Bank for Puerto Rico (GDB) Certificate as required under the Trust Agreement dated March 24, 2006, and under Section 31A of the Occupancy Tax Act ("Tax. Act"). The certificate states the amounts required to fulfill the Puerto Rico Convention Center District Authority debt service payments for the Hotel Occupancy Tax Revenue Bonds Series A, for the upcoming fiscal year and the first day of the second succeeding fiscal year.

As stated in the enclosed Certificate, and as required under the Tax Act, the Tourism Company shall transfer to GDB, on a monthly basis, an amount equal to one tenth (1/10) of the total amount necessary for payment to be deposited in a Hotel Occupancy Tax Pledge Account (account # [Redacted] 994-7), which amounts to \$3,033,405.69 for each of the first ten months of fiscal year 2015-2016.

The GDB Certificate is enclosed as required. These numbers were verified and confirmed by Bank of New York Mellon, Trustee.

Cordially,

[Redacted]

Jesús M. García Rivera
Vice President and Director
Revenue Obligations Financing Department

c Mrs. Melba Acosta, Esq., CPA
Mr. Christopher Byrnes
Mr. Jorge Clivillés, CPA
Mr. Arnaldo Maestre
Mrs. Miriam Pascual
Mrs. Brenda González

Enclosure

PO Box 42001
San Juan, PR 00940-2001
Telephone (787) 722-2525



GOVERNMENT
DEVELOPMENT
BANK FOR
PUERTO RICO

Government Development Bank for Puerto Rico
PRCCDA Hotel Occupancy Tax Revenue Bonds Series A
Amount necessary to make the required debt service payments
For fiscal year 2016 and the first day of the succeeding fiscal year
Prepared on May 11, 2015

1. Principal and Interest of the Bonds:

a. Payment of Principal and/or Interest:

i. July 1, 2015	\$20,564,406.25	
ii. January 1, 2016	9,504,656.25	
iii. July 1, 2016	20,829,656.25	\$50,898,718.75

b. Less amount on deposit in:

i. Bond Payment Fund	\$20,564,661.86	
ii. Capitalized Interest Account	20,564,661.86	\$30,334,056.89

2. Authority's Obligations:

a. Credit Facilities	\$0.00	
b. Interest Rate Exchange Agreements	0.00	0.00

3. Replenish Debt Service Fund

0.00

4. Expenses related to :

a. The Issuance of the Bonds	\$0.00	
b. Credit Facilities	0.00	
c. Interest Rate Exchange Agreements	0.00	0.00

Total Amount Necessary **\$30,334,056.89**

Amount to be received during each of the first 10 months of fiscal year

\$3,033,405.89

Prepared by:

Redacted

Miriam Pascual

Revised by:

Redacted

Arnaldo Maestre

Authorized by:

Redacted

Jesús García

Date May 11, 2015

Government Development Bank for Puerto Rico Certificate

I, Jesús M. García Rivera, Vice President and Revenue Obligations Financing Director of the Government Development Bank for Rico ("GDB"), a public corporation of the Commonwealth of Puerto Rico created by Act No. 17 of September 23, 1948, HEREBY CERTIFIES to the Puerto Rico Convention Center District Authority (the "Authority"), the Puerto Rico Tourism Company (the "Tourism Company") and The Bank of New York, successor in interest to JPMorgan Chase Bank, as trustee (the "Trustee") under the Trust Agreement, dated March 24, 2006 (the "Trust Agreement") between the Authority and the Trustee (all capitalized terms used but not defined herein shall have the respective meanings set forth in the Trust Agreement) the following.

This Certificate is issued in connection with the payments required for fiscal year 2015-2016 and the first day of the succeeding fiscal year.

1. The following are the total sums necessary for the Authority to make the following payments, during the upcoming fiscal year and the first day of the second succeeding fiscal year:

(a) Payments equal to the amount set forth below (after taking into account any amounts then on deposit in the Bond Payment Fund and the Capitalized Interest Account of the Proceeds Fund available therefor) for the full and timely payment, or the amortization, of the principal and interest on the Bonds due on July 1st and January 1st of the immediately succeeding fiscal year and July 1st of the second succeeding fiscal year (including any amounts due in connection with prior payments for which there were insufficient funds):

Amount necessary for Principal and Interest	\$50,898,718.75
Offsets due to amounts held in the Earnings Account of the Proceeds Fund (-)	
Offsets due to amounts held in the Bond Payment Fund (-)	20,564,661.86
Offsets due to Capitalized Interest in the Proceeds Fund (-)	
Shortfalls due to Hotel Occupancy Tax Funds used pursuant to the provisions of Section 8 Article VI of the Constitution (+)	
Other shortfalls from prior years(+)	
Total Amount due (the "Total Amount")	<u>\$30,334,056.89</u>

Redacted

DM3\339975.5

The Total Amount will be paid in monthly installments as set forth below:*

July	\$3,033,405.69
August	\$3,033,405.69
September	\$3,033,405.69
October	\$3,033,405.69
November	\$3,033,405.69
December	\$3,033,405.69
January	\$3,033,405.69
February	\$3,033,405.69
March	\$3,033,405.69
April	\$3,033,405.69
May	N/A
June	N/A

(b) Full and timely payment of the obligations of the Authority under any Credit Facilities or any Interest Rate Exchange Agreements, which in the future may be entered into by the Authority with the prior written authorization of the Tourism Company;

July	N/A
August	N/A
September	N/A
October	N/A

*All amounts set forth in paragraph 1 will be adjusted upward to take into account any shortfalls occurring during the Fiscal Year. This may include payments in May and June of such Fiscal Year together with future Fiscal Years

Redacted

DM3339975.5

November	N/A
December	N/A
January	N/A
February	N/A
March	N/A
April	N/A
May	N/A
June	N/A

(c) The deposits required to replenish the Debt Service Reserve Fund established under the Trust Agreement,* and

July	N/A
August	N/A
September	N/A
October	N/A
November	N/A
December	N/A
January	N/A
February	N/A
March	N/A
April	N/A
May	N/A
June	N/A

Redacted

DM31339975.5

(d) Any other expenses incurred in connection with (i) the issuance of the Bonds, or (ii) with any Credit Facilities or Interest Rate Exchange Agreements.*

July	N/A
August	N/A
September	N/A
October	N/A
November	N/A
December	N/A
January	N/A
February	N/A
March	N/A
April	N/A
May	N/A
June	N/A

2. The total amount due for all amounts set forth in paragraph 1 is \$30,334,056.89.

3. Amounts set forth in paragraph 1 are in accordance with the provisions set forth in the Trust Agreement and the Assignment and Coordination Agreement, dated as of March 24, 2006, by and between the Tourism Company and GDB.

4. GDB will deposit all required Hotel Occupancy Tax Funds as set forth in this Certificate in accordance with the Pledge Agreement.

5. The Trustee will deposit into the Bond Payment Fund promptly upon receipt but in no event later than the third Business Day after receipt thereof, beginning on the first month of the next succeeding Fiscal Year, an amount sufficient, together (in the case of interest only) with any capitalized interest and accrued interest as set forth in the Proceeds Fund, to pay the amount of interest and principal

* All amounts set forth in paragraph 1 will be adjusted upward to take into account any shortfalls occurring during the Fiscal Year. This may include payments in May and June of such Fiscal Year together with future Fiscal Years

Redacted

DM3338975.5

payable for the year in the amounts set forth below (such annual deposit being first satisfied with respect to interest on the Bonds and then with respect to principal on the Bonds):

	Principal	Interest
July	N/A	
August	N/A	
September	N/A	
October	N/A	
November	N/A	
December	N/A	
January	N/A	
February	N/A	
March	N/A	
April	N/A	
May	N/A	
June	N/A	

IN WITNESS WHEREOF, the undersigned has hereunto set his official signature and the corporate seal of Government Development Bank for Puerto Rico this May 11, 2015.

GOVERNMENT DEVELOPMENT
BANK FOR PUERTO RICO

Redacted

By: _____

GDB

Government Development Bank for Puerto Rico
San Juan, Puerto Rico
ORDER TO TRANSFER

Control Number: M CCP 4762

Origination Unit: <input type="checkbox"/> Pre-Audit <input checked="" type="checkbox"/> Financing Area <input type="checkbox"/> DDA <input type="checkbox"/> Operations <input type="checkbox"/> Treasury <input type="checkbox"/> Subsidiaries <input type="checkbox"/> Affiliates <input checked="" type="checkbox"/> Other-Unit <input type="checkbox"/> Capital Markets	
Verified by: Redacted Date: 10/02/2015 Maria Inocencia Rodríguez	
Approved By: Redacted Date: 10/02/2015 Hector Betancourt Nieves / Jesus Garcia	
Transfer to: The Bank of New York Mellon Ref: Diana Torres / Henry Ortiz / Christopher Byrnes Phone Numbers 212-815-6955 / 212-815-5541 / 212-815-2568	
ABA or Chips Number: 021000018	
Account name: P.R. Convention Center	
Account Number: Further Credit a/c Redacted 8400-PR Convention Center PRCCDA Bond Payment Fund	
For Further Credit to:	
Authorized by:	Date:
Authorized by:	Date:
Message or Special Instructions: PR Convention Center Authorize \$468.8MM, Series A (2006) Bonds (Commonwealth Appropriation Bonds), corresponding to fiscal 2015 -2016	
For Investment Operations Division Purposes Only	
Precode	Security ID
Entered by	Approved by
Date	Date
For Accounting Department Clearing Division Purposes Only	
<input checked="" type="checkbox"/> GL / <input type="checkbox"/> IBA Account Number to Be Debited IBA Redacted 994-7	

RECEIVED
DEPTO. PREINTERVENCION
15 OCT -2 AM 11:38

CERTIFIED TRANSLATION

Commonwealth of Puerto Rico
DDEC-Tourism Company of Puerto Rico

November 2, 2015

Jesus M. Garcia, Vice-president and Director
Department of Financing of Rents Obligations
Government Development Bank for PR
P.O. Box 42001
San Juan, PR 00940-2001

Via E-mail: jesus.m.garcia@bgfpr.com

**DEBT SERVICE
CONVENTION CENTER DISTRICT AUTHORITY**

Dear M. Garcia:

We authorize the debit of the amount of **\$3,033,405.69** from the account "Room Tax-Concentration Surplus" number Redacted 975-8, in order to remit the **payment corresponding to the month of NOVEMBER 2015**. This with the purpose of covering the service of debt of the issuance of bonds of the Convention Center District Authority, related to fiscal year 2015-2016.

I will appreciate you confirm, via e-mail (sonia.rivera@tourism.pr.gov) once the transaction is completed. Should you have any additional questions, please contact the undersigned at extension 3043.

Cordially,
[signed]
Samuel Sierra Rivera, CPA
Chief Financial Officer


C ingrid.rivera@tourism.pr.gov
arnaldo.maestre@bgfpr.com
miriam.t.pascual@bgfpr.com
maria.inocencio@bgfpr.com
brenda.gonzalez@bgfpr.com

PO Box 9023960, San Juan, P.R. 00902-3960
Tel: 787-721-2400

PUERTO RICO TOURISM COMPANY

CONFIDENTIAL

CCDA_STAY0004166

 I, Juan E. Segarra, USCCI #06-067/translator, certify that the foregoing is a true and accurate translation, to the best of my abilities, of the document in Spanish which I have seen.

Commonwealth of Puerto Rico
Government Development Bank for Puerto Rico

November, 2, 2015

CPA Samuel Sierra
Finance Director
Tourism Company
Paseo la Princesa 32
San Juan, Puerto Rico 00902

[tr. note: stamp which states:
FINANCE OFFICE
PUERTO RICO TOURISM CO.
2015 OCT 30 PM 2:37 [signed]

Dear CPA Sierra

Pursuant to the Government Development Bank for Puerto Rico (GDB) Certification of May 11, 2015, the amount necessary to cover the bonds Series A service for \$468.8 million from the Convention Center corresponding to the fiscal year 2015-2016 ascends to \$30,334.056.89. From this amount, the payment corresponding to the month of November 2015 ascends to \$3,033,405.69.

We request you remit the payment of \$3,033,405.69 within the next ten (10) work days so we can transfer that money to the Trust Beneficiary, pursuant to the laws and agreements that regulate the transaction. That money shall be deposited in the account named "Hotel Occupancy Tax Pledge Account" which the Bank has to register the receipt and transfer transactions of such funds.

Please, send the payment by check or debit authorization to your account in the GDB to the attention of Mr. Hector Betancourt Nieves (Hector.BetancourtNieves@bgfpr.com); Arnaldo Maestre Pujals (arnaldo.maestre@bgfpr.com) and Mrs. Maria Inocencio (Maria.Inocencio@bgfpr.com) and Dafne Santiago Vega (dafne.santiago@bgfpr.com), at the 2nd floor of the Bank.


Should you have any questions, you can contact the undersigned at 787-722-2525, extensions 15296, 15250, 15253, 15295 and 15294, respectively.

Sincerely,
[signed]
Jesus M. Garcia
Vice-President and Director
Financing of Rent Obligations


c. Arnaldo Maestre
Hector Betancourt
Maria Inocencio
Enclosures

PO Box 42001
San Juan, PR 00940-2001
Telephone (787) 722-2525
CONFIDENTIAL

GDB GOVERNMENT DEVELOPMENT BANK FOR PUERTO RICO
CCDA_STAY0004167

 I, Juan E. Segarra, USCCI #06-067/translator, certify that the foregoing is a true and accurate translation, to the best of my abilities, of the document in Spanish which I have seen.

[Tr. Note: the rest of the pages identified 4168, 4169, 4170, 4171, 4172, 4173, 4174, 4175, 4176, 4177, 4178 and 4179 in the original document are already in English]

 I, Juan E. Segarra, USCCI #06-067/translator, certify that the foregoing is a true and accurate translation, to the best of my abilities, of the document in Spanish which I have seen.